1	Marc A. Levinson (California Bar No. 57613) Lynn Trinka Ernce (California Bar No. 179212)	E-filed on June 23, 2006			
2	ORRICK, HERRINGTON & SUTCLIFFE LLP 400 Capitol Mall, Suite 3000				
3	Sacramento, CA 95814-4497 Telephone: (916) 447-9200				
4	Facsimile: (916) 329-4900				
5	Email: malevinson@orrick.com; lernce@orrick.com				
6	Brett A. Axelrod (Nevada Bar No. 5859) Anne M. Loraditch (Nevada Bar No. 8164)				
7	BECKLEY SINGLETON, CHTD. 530 Las Vegas Boulevard South				
8	Las Vegas, NV 89101				
9	Telephone: (702) 385-3373 Facsimile: (702) 385-5024				
10	Email: bolson@beckleylaw.com; aloraditch@beckleylaw.com				
11	Attorneys for the Official Committee of Equity Security Holders of USA Capital Diversified Trust Deed Fund, LLC				
12	Thoracis of OBA Capital Diversified Trust Deed Fund, I	LC			
13	UNITED STATES BANKRUPTCY COURT				
14	DISTRICT OF NEVADA				
15	In re:	Case No. BK-S-06-10725 LBR			
	In re: USA COMMERCIAL MORTGAGE COMPANY, Debtor.	Case No. BK-S-06-10725 LBR Case No. BK-S-06-10726 LBR Case No. BK-S-06-10727 LBR			
16	USA COMMERCIAL MORTGAGE COMPANY, Debtor. In re:	Case No. BK-S-06-10726 LBR Case No. BK-S-06-10727 LBR Case No. BK-S-06-10728 LBR			
16 17	USA COMMERCIAL MORTGAGE COMPANY, Debtor. In re: USA CAPITAL REALTY ADVISORS, LLC, Debtor.	Case No. BK-S-06-10726 LBR Case No. BK-S-06-10727 LBR Case No. BK-S-06-10728 LBR Case No. BK-S-06-10729 LBR			
15 16 17 18	USA COMMERCIAL MORTGAGE COMPANY, Debtor. In re: USA CAPITAL REALTY ADVISORS, LLC, Debtor. In re: USA CAPITAL DIVERSIFIED TRUST DEED	Case No. BK-S-06-10726 LBR Case No. BK-S-06-10727 LBR Case No. BK-S-06-10728 LBR			
16 17 18 19	USA COMMERCIAL MORTGAGE COMPANY, Debtor. In re: USA CAPITAL REALTY ADVISORS, LLC, Debtor. In re: USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,	Case No. BK-S-06-10726 LBR Case No. BK-S-06-10727 LBR Case No. BK-S-06-10728 LBR Case No. BK-S-06-10729 LBR Chapter 11 Jointly Administered Under			
16 17 18 19 20	USA COMMERCIAL MORTGAGE COMPANY, Debtor. In re: USA CAPITAL REALTY ADVISORS, LLC, Debtor. In re: USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, Debtor. In re:	Case No. BK-S-06-10726 LBR Case No. BK-S-06-10727 LBR Case No. BK-S-06-10728 LBR Case No. BK-S-06-10729 LBR Chapter 11 Jointly Administered Under Case No. BK-S-06-10725-LBR			
16 17 18 19 20 21	USA COMMERCIAL MORTGAGE COMPANY, Debtor. In re: USA CAPITAL REALTY ADVISORS, LLC, Debtor. In re: USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, Debtor. In re: USA CAPITAL FIRST TRUST DEED FUND, LLC, Debtor.	Case No. BK-S-06-10726 LBR Case No. BK-S-06-10727 LBR Case No. BK-S-06-10728 LBR Case No. BK-S-06-10729 LBR Chapter 11 Jointly Administered Under Case No. BK-S-06-10725-LBR Date: June 21, 2006 Time: 9:30 a.m.			
16 117 118 119 120 121 122 122 122 131 1	USA COMMERCIAL MORTGAGE COMPANY, Debtor. In re: USA CAPITAL REALTY ADVISORS, LLC, Debtor. In re: USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, Debtor. In re: USA CAPITAL FIRST TRUST DEED FUND, LLC,	Case No. BK-S-06-10726 LBR Case No. BK-S-06-10727 LBR Case No. BK-S-06-10728 LBR Case No. BK-S-06-10729 LBR Chapter 11 Jointly Administered Under Case No. BK-S-06-10725-LBR Date: June 21, 2006			
116 117 118 119 120 121 122 122 123 131	USA COMMERCIAL MORTGAGE COMPANY, Debtor. In re: USA CAPITAL REALTY ADVISORS, LLC, Debtor. In re: USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, Debtor. In re: USA CAPITAL FIRST TRUST DEED FUND, LLC, Debtor. In re: USA CAPITAL FIRST TRUST DEED FUND, LLC, Debtor. In re: USA SECURITIES, LLC, Debtor.	Case No. BK-S-06-10726 LBR Case No. BK-S-06-10727 LBR Case No. BK-S-06-10728 LBR Case No. BK-S-06-10729 LBR Chapter 11 Jointly Administered Under Case No. BK-S-06-10725-LBR Date: June 21, 2006 Time: 9:30 a.m. Place: Courtroom #1			
16 17 18 19 20 21 22 23 23	USA COMMERCIAL MORTGAGE COMPANY, Debtor. In re: USA CAPITAL REALTY ADVISORS, LLC, Debtor. In re: USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, Debtor. In re: USA CAPITAL FIRST TRUST DEED FUND, LLC, Debtor. In re: USA CAPITAL FIRST TRUST DEED FUND, LLC, Debtor. In re: USA SECURITIES, LLC, Affects: All Debtors	Case No. BK-S-06-10726 LBR Case No. BK-S-06-10727 LBR Case No. BK-S-06-10728 LBR Case No. BK-S-06-10729 LBR Chapter 11 Jointly Administered Under Case No. BK-S-06-10725-LBR Date: June 21, 2006 Time: 9:30 a.m.			
16 17 18 19 20 21 22 23 24 25	USA COMMERCIAL MORTGAGE COMPANY, Debtor. In re: USA CAPITAL REALTY ADVISORS, LLC, Debtor. In re: USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, Debtor. In re: USA CAPITAL FIRST TRUST DEED FUND, LLC, Debtor. In re: USA SECURITIES, LLC, Debtor. Affects: All Debtors USA Commercial Mortgage Company USA Securities, LLC	Case No. BK-S-06-10726 LBR Case No. BK-S-06-10727 LBR Case No. BK-S-06-10728 LBR Case No. BK-S-06-10729 LBR Chapter 11 Jointly Administered Under Case No. BK-S-06-10725-LBR Date: June 21, 2006 Time: 9:30 a.m. Place: Courtroom #1			
16 17	USA COMMERCIAL MORTGAGE COMPANY, Debtor. In re: USA CAPITAL REALTY ADVISORS, LLC, Debtor. In re: USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, Debtor. In re: USA CAPITAL FIRST TRUST DEED FUND, LLC, Debtor. In re: USA SECURITIES, LLC, Debtor. Affects: All Debtors USA Commercial Mortgage Company USA Securities, LLC USA Capital Realty Advisors, LLC	Case No. BK-S-06-10726 LBR Case No. BK-S-06-10727 LBR Case No. BK-S-06-10728 LBR Case No. BK-S-06-10729 LBR Chapter 11 Jointly Administered Under Case No. BK-S-06-10725-LBR Date: June 21, 2006 Time: 9:30 a.m. Place: Courtroom #1			
16 17 18 19 20 21 22 23 24 25	USA COMMERCIAL MORTGAGE COMPANY, Debtor. In re: USA CAPITAL REALTY ADVISORS, LLC, Debtor. In re: USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, Debtor. In re: USA CAPITAL FIRST TRUST DEED FUND, LLC, Debtor. In re: USA SECURITIES, LLC, Debtor. Affects: All Debtors USA Commercial Mortgage Company USA Securities, LLC	Case No. BK-S-06-10726 LBR Case No. BK-S-06-10727 LBR Case No. BK-S-06-10728 LBR Case No. BK-S-06-10729 LBR Chapter 11 Jointly Administered Under Case No. BK-S-06-10725-LBR Date: June 21, 2006 Time: 9:30 a.m. Place: Courtroom #1			

BECKLEY SINGLETON ATTORNEYS AT LAW GOTTO 530 LAS VECAS BLVD SOUTH LAS VECAS, NEVADA 89101

{00295293;}

NOTICE OF ENTRY OF ORDER APPROVING APPLICATION BY THE OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS OF USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, TO EMPLOY ORRICK, HERRINGTON & SUTCLIFFE, LLP NUNC PRO TUNC AS OF JUNE 1, 2006

PLEASE TAKE NOTICE that on the 22nd day of June 2006, the Court entered its Order Approving the Application by the Official Committee Of Equity Security Holders of USA Capital Diversified Trust Deed Fund, LLC, to Employ Orrick, Herrington & Sutcliffe, LLP *Nunc Pro Tunc* as of June 1, 2006, copy attached

DATED this 23^{rg} day of June 2006.

BECKLEY SINGLETON, CHTD.

By: WM W Galto BRETT A. AXELROD, ESQ.

Nevada Bar No. 5859

ANNE M. LORADITCH, ESQ.

Nevada Bar No. 8164

530 Las Vegas Boulevard South

Las Vegas, NV 89101

Telephone: (702) 385-3373

Attorneys for the Official Committee of Equity Security Holders of USA Capital Diversified Trust Deed Fund, LLC

1 2 3 **Entered on Docket** June 22, 2006 4 Hon. Linda B. Riegle **United States Bankruptcy Judge** 5 6 Marc A. Levinson (California Bar No. 57613) Lynn Trinka Ernce (California Bar No. 179212) 7 ORRICK, HERRINGTON & SUTCLIFFE LLP 400 Capitol Mall, Suite 3000 8 Sacramento, CA 95814-4497 Telephone: (916) 447-9200 9 Facsimile: (916) 329-4900 Email: malevinson@orrick.com; lernce@orrick.com 10 Brett A. Axelrod (Nevada Bar No. 5859) 11 Anne M. Loraditch (Nevada Bar No. 8164) BECKLEY SINGLETON, CHTD. 12 530 Las Vegas Boulevard South 13 Las Vegas, NV 89101 Telephone: (702) 385-3373 14 Facsimile: (702) 385-5024 Email: bolson@beckleylaw.com; aloraditch@beckleylaw.com 15 Attorneys for the Official Committee of Equity Security 16 Holders of USA Capital Diversified Trust Deed Fund, LLC 17 18 UNITED STATES BANKRUPTCY COURT 19 DISTRICT OF NEVADA 20 In re: Case No. BK-S-06-10725 LBR USA COMMERCIAL MORTGAGE COMPANY. Case No. BK-S-06-10726 LBR 21 Debtor. Case No. BK-S-06-10727 LBR In re: Case No. BK-S-06-10728 LBR 22 USA CAPITAL REALTY ADVISORS, LLC, Case No. BK-S-06-10729 LBR Debtor. 23 In re: Chapter 11 USA CAPITAL DIVERSIFIED TRUST DEED 24 FUND, LLC, Jointly Administered Under Case No. BK-S-06-10725-LBR 25 Debtor. In re: 26 USA CAPITAL FIRST TRUST DEED FUND, LLC, Date: June 21, 2006 Time: 9:30 a.m. Debtor. 27 In re: Place: Courtroom #1 USA SECURITIES, LLC, 28 Debtor.



{00294558;}

Affects:				
	All Debtors			
	USA Commercial Mortgage Company			
	USA Securities, LLC			
	USA Capital Realty Advisors, LLC			
X	USA Capital Diversified Trust Deed Fund, LLC			
	USA First Trust Deed Fund, LLC			
<u> </u>				

ORDER APPROVING APPLICATION BY THE OFFICIAL COMMITTEE OF EQUITY SECURITY HOLDERS OF USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, TO EMPLOY ORRICK, HERRINGTON & SUTCLIFFE, LLP NUNC PRO TUNC AS OF JUNE 1, 2006

This Court, having considered the Application by the Official Committee Of Equity Security Holders of USA Capital Diversified Trust Deed Fund, LLC, to Employ Orrick, Herrington & Sutcliffe, LLP Nunc Pro Tunc as of June 1, 2006 and all subsequent, related pleadings, including the original and supplemental declarations of Marc A. Levinson (collectively, (the "Orrick Application"), as filed by the Official Committee of Equity Security Holders of USA Capital Diversified Trust Deed Fund, LLC (the "Diversified Committee"), being represented by Marc A. Levinson, Esq. of Orrick, Herrington & Sutcliffe LLP, and Anne M. Loraditch, Esq. of the law firm of Beckley Singleton, Chtd. at the hearing noted above; other appearances having been made upon the record; the Orrick Application and Supplemental Declaration of Marc A. Levinson in Support of the Orrick Application having been noticed to all creditors, investors and parties in interest pursuant to the Court's previous orders; the pleadings, papers and records on file in this matter; no objections having been filed; and it appearing to the Court that the attorneys at Orrick, Herrington & Sutcliffe, LLP are disinterested persons who do not hold or represent an interest adverse to the Debtors' estates in the matters upon which they are to be engaged, and that their employment for the purposes set forth in the Orrick Application is in the best interest of USA Capital Diversified Trust Deed Fund, LLC and its estate; and good cause appearing therefor,

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that the Orrick Application is granted, and the Diversified Committee is authorized to employ Orrick, Herrington & Sutcliffe, LLP as its bankruptcy counsel herein on the terms set forth in the Orrick Application, and any further order the Court may issue, effective as of June 1, 2006.

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

26

27

28

{00294558;}

1	RESPECTFULLY SUBMITTED BY:	APPROVED/DISAPPROVED:		
2	BECKLEY SINGLETON, CHTD.	SCHWARTZER & MCPHERSON LAW FIRM		
3	By: /s/ Brett A. Axelrod	By: /s/ Jeanette McPherson		
4	BRETT A. AXELROD, ESQ.	LENARD SCHWARTZER, ESQ.		
ا ج	ANNE M. LORADITCH, ESQ.	JEANETTE MCPHERSON, ESQ.		
5	530 Las Vegas Boulevard South Las Vegas, NV 89101	2850 South Jones Blvd., Suite 1 Las Vegas, NV 89146-5308		
6	Dus Vogas, IVV 05101			
7	Special Nevada Counsel for the Official	Counsel for the Debtors		
	Committee of Equity Security Holders of			
8	USA Capital Diversified Trust Deed Fund, LLC			
9	1 unu, DDC			
10	APPROVED/DISAPPROVED:	APPROVED/DISAPPROVED:		
11	ORRICK, HERRINGTON & SUTCLIFFE LLP	LEWIS AND ROCA, LLP		
12	By: /s/ Marc A. Levinson	By:/s/ Rob Charles		
13	MARC A. LEVINSON, ESQ.	SUSAN M. FREEMAN, ESQ.		
	LYNN TRINKA ERNCE, ESQ.	ROB CHARLES, ESQ.		
14	400 Capitol Mall, Suite 3000 Sacramento, California 95814-4407	3993 Howard Hughes Parkway, 6 th Floor		
15	Sacramento, Camornia 93814-440/	Las Vegas, Nevada 89109		
	Counsel for the Official Committee of	Counsel for the Official Committee		
16	Equity Security Holders of USA Capital	of Unsecured Creditors of USA		
17	Diversified Trust Deed Fund, LLC	Commercial Mortgage Company		
18				
19	APPROVED/DISAPPROVED:	APPROVED/DISAPPROVED:		
	STUTMAN TREISTER & GLATT, P.C.	SHEA & CARLYON, LTD.		
20	·	,		
21	By: /s/ Christine Pajak	By: /s/ Candace C. Carlyon		
22	FRANK A. MEROLA, ESQ. EVE KARASIK, ESQ.	JAMES PATRICK SHEA, ESQ.		
22	CHRISTINE PAJAK, ESQ.	CANDACE C. CARLYON, ESQ. SHLOMO S. SHERMAN, ESQ.		
23	1901 Avenue of the Stars, 12 th Floor	233 South Fourth Street, 2d Floor		
_	Los Angeles, California 90067	Las Vegas, Nevada 89101		
24		3		
25	Counsel for the Official Committee of	Special Nevada Counsel for the Official		
26	Equity Security Holders of USA Capital First Trust Deed Fund LLC	Committee of Equity Security Holders of		
20	I HOLLI HOLDEGU I HIM DEC	USA Capital First Trust Deed Fund, LLC		
27				



1	APPROVED/DISAPPROVED:	APPROVED/DISAPPROVED:		
2	GORDON & SILVER, LTD.	OFFICE OF THE U.S. TRUSTEE		
3	By: /s/ Gregory E. Garman	By: /s/ August B. Landis		
4	GERALD M. GORDON, ESQ. GREGORY E. GARMAN, ESQ.	AUGUST B. LANDIS SCOTT A. FARROW		
5	3960 Howard Hughes Parkway, 9 th Floor Las Vegas, Nevada 89109	300 Las Vegas Boulevard, Suite 4300 Las Vegas, Nevada 89101		
6 7	Counsel for the Official Committee of	Assistant United States Trustee		
8	Holders of Executory Contract Rights of USA Commercial Mortgage Company			
9	, , , , , , , , , , , , , , , , , , ,			
10				
11				
12				
13				
14				
15				
16				
17 18				
19				
20				
21				
22				
23				
24				
25				
26				
27 28				
28 1				
סו				

BECKLEY SINGLETON ATTORNEYS AT LAW OFFE SOLUS VECAS BLVD SOUTH LAS VECAS, NEWDA & STOTI

{00294558;}

1	RULE 9021 DECLARATION					
2	In accordance with Local Rule 9021, the undersigned certifies:					
3	ППП	☐ The Court waived the requirements of LR 9021.				
4	I have delivered a copy of this proposed order to all attorneys and unrepresented parties					
5 6	w	ho appeared at the hearing regarding this matter and/or who filed a written the has:	objection and			
7		approved the form of this order;				
8		☐ waived the right to review the order; and/or				
		☐ failed to file and serve papers in accordance with LR 9021(c); and				
9		the following have disapproved the form of the order:				
10		n/a				
11	□ No	o opposition was filed to the motion and no other party or counsel appeare	ed at the hearing.			
12 13	D	ATED this 21st day of June 2006.				
14		BECKLEY SINGLETON, CHTD.				
15		By: /s/ Anne M. Loraditch				
16		BRETT A. AXELROD, ESQ. Nevada Bar No. 5859				
17		ANNE M. LORADITCH, ESQ.				
18		Nevada Bar No. 8164 530 Las Vegas Boulevard South				
ĺ		Las Vegas, NV 89101				
19		Telephone: (702) 385-3373				
20		###				
21						
22						
23 24						
25						
26						
27						
28						
40						
	{00294558;}		Page 5 of 5			

BECKLEY SINGLETON ATTORNEYS AT LAW ORD S30 LAS VEGAS BLVD SOUTH LAS VEGAS, NEVADA 89101